

APR 13 '10 -4 14 PM

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel 847.318.7575
Fax 847.318.7588

SURFACE TRANSPORTATION BOARD

EIA UPS 2nd DAY AIR

April 9, 2010

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Documents for Recordation of Railroad Equipment

Re: Notice of Partial Termination of Lease

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Notice of Partial Termination of Lease dated March 29, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Assignment dated March 26, 2004 and the group of cars identified under Lease 3 which was duly filed on April 1, 2004 at 1:14 p.m. with the Surface Transportation Board under Recordation Number 24885.

The names and addresses of the parties to the enclosed document are:

Lessor: Wachovia Financial Services, Inc.
c/o First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Indiana Harbor Belt Railroad Company
2721 161st Street
Hammond, IN 46323-1099

A description of the railroad equipment covered by the enclosed document is for one hundred seventy six (176) gondola cars with IHB marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Notice of Partial Termination of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please feel free to contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Documentation Specialist

Enclosures

(IHB012)

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ASSGN. NO. IHB012

SURFACE TRANSPORTATION BOARD

NOTICE OF PARTIAL TERMINATION OF LEASE
(Surface Transportation Board)

THIS NOTICE OF PARTIAL TERMINATION OF LEASE is made as of this 29th day of March, 2010, by and between WACHOVIA FINANCIAL SERVICES, INC. ("WFSI"), formerly known as First Union Commercial Corporation, as Lessor, as assigned from General Electric Railcar Services Corporation ("GE Rail"), and INDIANA HARBOR BELT RAILROAD COMPANY, as Lessee.

WITNESSETH:

WHEREAS, Lessee entered into that certain Car Leasing Agreement No. 4223-83 dated as of June 23, 1988 (as amended, modified, extended, supplemented, restated and/or replaced from time to time, and Rider No. 8 Renewal No. 2 dated March 13, 2003 (together, the "Lease") as covered in the Memorandum of Assignment dated March 26, 2004 (the "Memorandum"), between GE Rail and WFSI and the group of Cars identified in the Memorandum as Lease 3, which was recorded with the Surface Transportation Board on April 1, 2004 at 1:14 p.m. under Recordation No. 24885;

WHEREAS, certain railcars (the "Cars") have been sold to the Lessee and are no longer subject to the Lease and are hereby terminated; and

NOW THEREFORE, the Lessor and Lessee, for good and valuable consideration, and the parties desiring to clarify the public record state as follows:

1. This Notice serves as notice that the Cars listed on the attached Exhibit A as evidenced by the Memorandum of Assignment filed with the Surface Transportation Board and recorded under Recordation No. 24885, have been terminated in all respects and are no longer covered under the Lease.
2. Lessor and Lessee agree to record this Notice of Partial Termination of Lease so as to release the lien with respect to the Cars.
3. Except as amended hereby, the terms and conditions of such Memorandum of Assignment remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have each caused this NOTICE OF PARTIAL TERMINATION OF LEASE to be duly executed under seal by their duly authorized representatives duly authorized as of the date and year first above written.

LESSOR:

WACHOVIA FINANCIAL SERVICES, INC.

ATTEST:

By: Richard F. Seymour

Name: Richard F. Seymour

Title: Managing Director

By: Susan Grokulsky

Name: SUSAN GROKULSKY

Title: ASSISTANT DIRECTOR
OF DOCUMENTATION

Executed on this 29th day of March 2010.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, K. A. Dombrowski, a Notary aforesaid, certify that
RICHARD F. SEYMOUR personally appeared before me this day and
acknowledged his/her due execution of the foregoing Notice of Partial Termination of Lease.

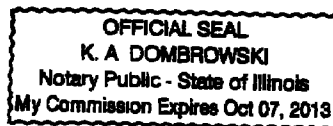
WITNESS my hand and official stamp or seal, this 29th day of March 2010.

K. A. Dombrowski
Notary Public

My Commission Expires:

10-7-2013

(Notary Public)



LESSEE:

INDIANA HARBOR BELT RAILROAD COMPANY

ATTEST:

By: [Signature]
Name: Theresa L Winkert
Title: Financial Manager

By: [Signature]
Name: Derek P. Smith
Title: Controller

Executed on this 22 day of March, 2010.

[CORPORATE SEAL]

STATE OF Indiana
COUNTY OF Lake

I, Joan Higginbotham, a Notary aforesaid, certify that
Derek Smith personally appeared before me this day and
acknowledged his/her due execution of the foregoing Notice of Partial Termination of Lease.

WITNESS my hand and official stamp or seal, this 22 day of March, 2010.

[Signature]
Notary Public

My Commission Expires:

12-3-2010

(Notary Public)

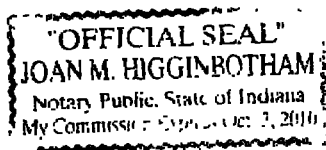


EXHIBIT A - MEMO OF PARTIAL TERMINATION

NUMBER OF CARS: One hundred seventy-six (176)

DESCRIPTION OF CARS: Mill gondolas, 100-ton, 5'0 and Up

CAR NUMBERS:

IHB	000300	IHB	000351	IHB	000409	IHB	000451	IHB	000498
IHB	000301	IHB	000355	IHB	000410	IHB	000452	IHB	000501
IHB	000302	IHB	000357	IHB	000411	IHB	000453	IHB	000502
IHB	000304	IHB	000358	IHB	000412	IHB	000454	IHB	000503
IHB	000305	IHB	000359	IHB	000413	IHB	000455	IHB	000505
IHB	000306	IHB	000360	IHB	000414	IHB	000457	IHB	000506
IHB	000309	IHB	000361	IHB	000415	IHB	000458	IHB	000507
IHB	000311	IHB	000363	IHB	000416	IHB	000459	IHB	000508
IHB	000313	IHB	000364	IHB	000417	IHB	000460	IHB	000509
IHB	000314	IHB	000365	IHB	000418	IHB	000462	IHB	000511
IHB	000315	IHB	000367	IHB	000419	IHB	000463	IHB	000513
IHB	000316	IHB	000368	IHB	000420	IHB	000464	IHB	000517
IHB	000319	IHB	000371	IHB	000421	IHB	000465	IHB	000518
IHB	000320	IHB	000372	IHB	000422	IHB	000466	IHB	000519
IHB	000321	IHB	000373	IHB	000424	IHB	000467	IHB	000521
IHB	000322	IHB	000374	IHB	000425	IHB	000468	IHB	000524
IHB	000323	IHB	000375	IHB	000426	IHB	000470	IHB	000525
IHB	000325	IHB	000377	IHB	000427	IHB	000471	IHB	000528
IHB	000326	IHB	000378	IHB	000428	IHB	000476	IHB	000529
IHB	000327	IHB	000382	IHB	000429	IHB	000478	IHB	000531
IHB	000330	IHB	000385	IHB	000430	IHB	000481	IHB	000532
IHB	000331	IHB	000389	IHB	000431	IHB	000482	IHB	000533
IHB	000334	IHB	000390	IHB	000432	IHB	000484	IHB	000534
IHB	000336	IHB	000391	IHB	000433	IHB	000485	IHB	000539
IHB	000337	IHB	000393	IHB	000434	IHB	000486	IHB	000540
IHB	000338	IHB	000395	IHB	000435	IHB	000487	IHB	000542
IHB	000339	IHB	000396	IHB	000436	IHB	000488	IHB	000543
IHB	000340	IHB	000398	IHB	000437	IHB	000489	IHB	000544
IHB	000342	IHB	000399	IHB	000439	IHB	000490	IHB	000545
IHB	000343	IHB	000402	IHB	000440	IHB	000491	IHB	000547
IHB	000344	IHB	000403	IHB	000441	IHB	000492	IHB	000548
IHB	000345	IHB	000404	IHB	000442	IHB	000493	IHB	000549
IHB	000347	IHB	000405	IHB	000443	IHB	000494		
IHB	000348	IHB	000406	IHB	000445	IHB	000495		
IHB	000349	IHB	000407	IHB	000447	IHB	000496		
IHB	000350	IHB	000408	IHB	000450	IHB	000497		